

CORELOGIC, INC.
Form 4
March 18, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SANDO BARRY M

(Last) (First) (Middle)

1 CORELOGIC WAY

(Street)

WESTLAKE, TX 76262

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CORELOGIC, INC. [CLGX]

3. Date of Earliest Transaction
(Month/Day/Year)
03/16/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
__X__ Officer (give title below) ___ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 03/16/2011 | | A ⁽¹⁾ | 17,401 A \$ 0 | 152,363 | D | |
| Common Stock | 03/16/2011 | | A ⁽²⁾ | 8,700 A \$ 0 | 161,063 ^{(3) (4)} <u>(5) (6) (7)</u> | D | |
| Common Stock | | | | | 5,737.674 | I | By 401(k) Plan ⁽⁸⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 17.24 | 03/16/2011 | | A | 52,203 | ⁽⁹⁾ | 03/15/2021 | Common Stock | 52,203 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SANDO BARRY M 1 CORELOGIC WAY WESTLAKE, TX 76262 | | | Executive Vice President | |

Signatures

/s/ Corinna Cherian, Attorney-in-Fact for Barry M. Sando
03/18/2011

__Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Represents grant of performance-based restricted stock units ("PBRsUs") that vest only upon the Issuer's achievement of certain financial performance objectives. The relevant performance period will commence on January 1, 2013, and end on December 31, 2013. Subject to the Issuer's achievement of such financial performance criteria, a specified number of shares underlying the PBRsUs will vest and become payable following the Performance Period.
- (2) Represents grant of restricted stock units (RSUs) awarded on March 16, 2011 and scheduled to vest in three equal annual increments commencing March 16, 2012, subject to Issuer's achievement of certain financial performance criteria.
- (3) Includes 35,314 unvested performance-based restricted stock units ("PBRsUs") that vest only upon the Issuer's achievement of certain financial performance objectives. The relevant performance period will commence on January 1, 2011, and end on December 31, 2015. If during any calendar year of the performance period, the Issuer achieves one or more of the financial performance objectives that have not previously been achieved, a specified number of shares underlying the PBRsUs will vest and become payable on December 31 of that year.

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- (4) Includes 30,876 unvested restricted stock units (including shares acquired through automatic dividend reinvestment) acquired pursuant to a grant of 38,593 restricted stock units vesting in five equal annual increments commencing 3/3/11, the first anniversary of the grant.
- (5) Includes 25,626 unvested restricted stock units (including shares acquired through automatic dividend reinvestment) acquired pursuant to a grant of 42,625 restricted stock units vesting in five equal annual increments commencing 3/4/10, the first anniversary of the grant.
- (6) Includes 17,229 unvested restricted stock units (including shares acquired through automatic dividend reinvestment) acquired pursuant to a grant of 42,588 restricted stock units vesting in five equal annual increments commencing 3/4/09, the first anniversary of the grant.
- (7) Includes 5,883 unvested restricted stock units (including shares acquired through automatic dividend reinvestment) acquired pursuant to a grant of 28,522 restricted stock units vesting in five equal annual increments commencing 3/5/08, the first anniversary of the grant.
Amount shown consists of shares contributed by Issuer as company match, shares purchased for reporting person's account, and shares
- (8) acquired prior to June 1, 2010 through automatic reinvestment of dividends paid as reported in most recent account statement in transactions exempt under rules 16a-3(f)(1)(i)(B) and 16b-3(c).
- (9) This option vests in three equal annual increments commencing March 16, 2012, the first anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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